

REC. NO. 24266-JJ  
FILED

ALVORD AND ALVORD  
ATTORNEYS AT LAW  
1050 SEVENTEENTH STREET, N.W.  
SUITE 301  
WASHINGTON, D.C.

MAY 11 '05 12-29 PM  
SURFACE TRANSPORTATION BOARD

ELIAS C. ALVORD (1942)  
ELLSWORTH C. ALVORD (1964)

20036

OF COUNSEL  
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May 11, 2005

Mr. Vernon A. Williams  
Secretary  
Surface Transportation Board  
Washington, D.C. 20423

Dear Mr. Williams:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a) are two (2) copies of a Partial Release of Security Interest, dated April 5, 2005, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document relates to the Memoranda of Security Agreement previously filed with the Board under Recordation Number 24266-A, 24266-C and 24266-E.

The name and address of the party to the enclosed document are:

Administrative  
Agent:

Wells Fargo Bank Northwest, National  
Association  
79 South Main Street  
Salt Lake City, Utah 84111

[Lessor:

Fleet National Bank  
One Financial Plaza  
Providence, Rhode Island 02903]

Mr. Vernon A. Williams  
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A description of the railroad equipment covered by the enclosed document is:

1. 14 cars among the railcars listed under recordation number 24266-A within the series PLCX 012142 – PLCX 025616.
2. 27 cars among the railcars listed under recordation number 24266-C within the series PLCX 012554 – PLCX 025667, and SMRR 012560 and SMRR 012753.
3. 74 cars among the railcars listed under recordation number 24266-E with the following reporting marks: DME 025935, IAIS (007502 and 007589), ITLX (9 cars between 040640 and 040733), NRI 026527, PLCX (59 cars between 012007 and 028426), RVPR 001538 and SMRR 028397.

A short summary of the document to appear in the index is:

Partial Release of Security Interest.

Also enclosed is a check in the amount of \$32.00 payable to the order of the Surface Transportation Board covering the required recordation fee.

Kindly return stamped copies of the enclosed document to the undersigned.

Very truly yours,



Robert W. Alvord

RWA/anm  
Enclosures

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MAY 11 '05

12-29 PM

**PARTIAL RELEASE OF SECURITY INTEREST**

**(Surface Transportation Board)**

**SURFACE TRANSPORTATION BOARD**

The undersigned, WELLS FARGO BANK NORTHWEST, NATIONAL ASSOCIATION, in its capacity as Administrative Agent (the "Bank"), does hereby terminate, release and discharge a security interest held by the Bank pursuant to the Security Agreement dated December 30, 2002 (the "Security Agreement"), between the Bank and Fleet National Bank, as Grantor, insofar as the same encumbers that certain railroad equipment identified below:

1. Fourteen (14) railcars identified in Exhibit 1 attached hereto. Such security interest was granted pursuant to the Security Agreement, a memorandum of which was filed with the Surface Transportation Board on December 30, 2002 at 3:51 p.m. under Recordation Number 24266-A.
2. Twenty-seven (27) railcars identified in Exhibit 2 attached hereto. Such security interest was granted pursuant to the Security Agreement, a memorandum of which was filed with the Surface Transportation Board on January 24, 2003 at 11:40 a.m. under Recordation Number 24266-C.
3. Seventy-four (74) railcars identified in Exhibit 3 attached hereto. Such security interest was granted pursuant to the Security Agreement, a memorandum of which was filed with the Surface Transportation Board on March 13, 2003 at 5:30 p.m. under Recordation Number 24266-E.

Capitalized terms used herein, but not otherwise defined herein, shall have the meanings assigned in the Security Agreement or otherwise referenced therein.

Nothing herein contained shall be deemed to discharge, terminate or release any other collateral held by the Bank or any other assets or property of Fleet National Bank encumbered by the Security Agreement in favor of the Bank.

Dated this 5<sup>th</sup> day of April, 2005.

WELLS FARGO BANK NORTHWEST,  
NATIONAL ASSOCIATION

By: DeAnn Madsen  
Name: DeAnn Madsen  
Title: Trust Officer

STATE OF UTAH

**SS.**

COUNTY OF SALT LAKE

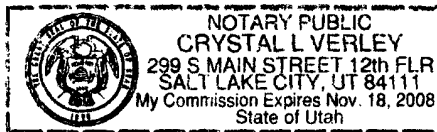
The foregoing instrument was acknowledged before me, the undersigned Notary Public, on this 5<sup>th</sup> day of April, 2005 by DeAnn Madsen, as TRUST OFFICER of WELLS FARGO BANK NORTHWEST, NATIONAL ASSOCIATION.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed my official seal in the County and State aforesaid, the day and year first above written.

~~NOTARY PUBLIC~~

My Commission Expires: \_\_\_\_\_

[Notarial Seal]



**EXHIBIT 1**  
**(Pool 1 - 14 Cars)**

<u>Car Initial</u>	<u>Car No.</u>	<u>Car Initial</u>	<u>Car No.</u>
PLCX	012142	PLCX	025565
PLCX	012516	PLCX	012588
PLCX	012535	PLCX	012589
PLCX	012550	PLCX	012592
PLCX	013958	PLCX	012604
PLCX	013961	PLCX	012615
PLCX	013968	PLCX	025616

**EXHIBIT 2**  
**(Pool 2 - 27 Cars)**

<u>Car Initial</u>	<u>Car No.</u>
PLCX	012554
SMRR	012560
PLCX	012643
PLCX	012654
PLCX	012655
PLCX	012670
PLCX	012671
PLCX	012678
PLCX	012699
PLCX	012742
SMRR	012753
PLCX	012758
PLCX	012759
PLCX	012761
PLCX	012762
PLCX	013909
PLCX	013925
PLCX	013929
PLCX	013931
PLCX	013956
PLCX	025507
PLCX	025567
PLCX	025575
PLCX	025667
PLCX	013749
PLCX	013501
PLCX	013675

**EXHIBIT 3**  
**(Pool 3 - 74 Cars)**

<u>Car Initial</u>	<u>Car No.</u>	<u>Car Initial</u>	<u>Car No.</u>
PLCX	012007	NRI	026527
PLCX	012009	PLCX	012040
PLCX	012018	PLCX	012044
PLCX	012024	PLCX	012050
PLCX	012035	PLCX	012068
PLCX	012395	PLCX	012808
DME	025935	PLCX	012949
IAIS	007502	PLCX	013535
ITLX	040640	PLCX	013536
ITLX	040669	PLCX	013539
ITLX	040676	PLCX	013554
ITLX	040687	PLCX	013562
ITLX	040695	PLCX	013572
ITLX	040706	PLCX	013611
ITLX	040711	PLCX	013621
ITLX	040721	PLCX	013671
ITLX	040733	PLCX	013683
PLCX	012626	PLCX	013691
PLCX	012708	PLCX	013699
PLCX	012709	PLCX	013703
PLCX	012718	PLCX	013735
PLCX	012719	PLCX	013754
PLCX	012737	PLCX	013761
PLCX	012739	PLCX	013778
PLCX	013889	PLCX	013786
RVPR	001538	PLCX	013788
PLCX	025540	PLCX	013820
PLCX	025592	PLCX	013846
PLCX	025617	PLCX	013875
PLCX	025626	PLCX	026515
PLCX	025701	PLCX	026558
PLCX	025802	PLCX	028375
PLCX	025805	PLCX	028377
PLCX	025810	PLCX	028396
PLCX	025974	PLCX	028402
PLCX	025977	PLCX	028426
IAIS	007589	SMRR	028397